

*New Number*

ELIAS C. ALVORD (1942)  
ELLSWORTH C. ALVORD (1964)

ROBERT W. ALVORD\*  
CARL C. DAVIS\*  
CHARLES T. KAPPLER  
JOHN H. DOYLE\*  
GEORGE JOHN KETO\*  
MILTON C. GRACE\*  
JAMES C. MARTIN, JR.\*

\*NOT A MEMBER OF D.C. BAR  
\*ALSO ADMITTED IN NEW YORK  
\*ALSO ADMITTED IN OHIO  
\*ALSO ADMITTED IN MARYLAND

LAW OFFICES  
**ALVORD AND ALVORD**

200 WORLD CENTER BUILDING  
918 SIXTEENTH STREET, N.W.

WASHINGTON, D.C.

20006-2973

RECORDATION NO.

**1 5122**

**DEC 17 1986 12-30 PM**

INTERSTATE COMMERCE COMMISSION

December 17, 1986

OF COUNSEL  
JESS LARSON  
JOHN L. INGOLDSBY  
URBAN A. LESTER

CABLE ADDRESS  
"ALVORD"

TELEPHONE  
AREA CODE 202  
393-2266

TELEX  
440367 A AND A

Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
Washington, D.C.

Dear Ms. McGee:

**6-351A031**  
No.  
Date **DEC 17 1986**  
Fee \$ **10.00**  
ICC Washington, D.C.

**DEC 17 12 22 PM '86**  
MAILED 10  
FBI - WASH DC

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four (4) original executed copies of a Memorandum of Lease dated as of December 15, 1986, a primary document as defined in the Commission's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Corporation  
One Centerpointe Drive, Suite 200  
Lake Oswego, Oregon 97034

Lessee: Southern Pacific Transportation Company  
One Market Plaza  
San Francisco, California 94105

A description of the railroad equipment covered by the enclosed document is:

Twenty (20) five-platform bulkhead intermodal container flatcars bearing railroad reporting markings SP 513350 through SP 513369, inclusive.

Also enclosed is a check in the amount of \$10 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

*Consented C.T. Kemler*

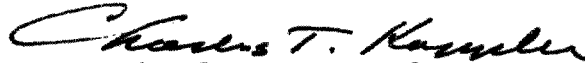
Ms. Noreta R. McGee  
Secretary  
Interstate Commerce Commission  
December 17, 1986  
Page Two

Kindly return three (3) stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006.

A short summary of the enclosed primary document to appear in the Commission's Index is:

Memorandum of Lease dated as of December 15, 1986 between Greenbrier Leasing Corporation, Lessor, and Southern Pacific Transportation Company, Lessee, covering twenty (20) intermodal container flatcars bearing SP 513350 - SP 513369.

Very truly yours,

  
Charles T. Kappler

Enclosures

Interstate Commerce Commission  
Washington, D.C. 20423

12/17/86

OFFICE OF THE SECRETARY

Charles T. Kappler  
Alvord & Alvord  
918 16th St. N.W.  
Washington, D.C. 20006

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/17/86 at 12:30pm, and assigned re-recording number(s). 15122

Sincerely yours,

*Norita K. McGee*  
Secretary

Enclosure(s)

SE-30  
(7/79)

1 5122  
REGISTRATION NO. \_\_\_\_\_ Filed & Recorded

DEC 17 1986 12-30 PM

INTERSTATE COMMERCE COMMISSION

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MEMORANDUM OF LEASE

BETWEEN

GREENBRIER LEASING CORPORATION ("LESSOR")

AND

SOUTHERN PACIFIC TRANSPORTATION COMPANY ("LESSEE")

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Memorandum of a Lease Agreement made and entered into as of December 15<sup>th</sup>, 1986 by and between Greenbrier Leasing Corporation, a Delaware corporation, ("Lessor") and Southern Pacific Transportation Company, a Delaware corporation, ("Lessee").

W I T N E S S E T H:

1. Lessor has agreed to furnish to Lessee, and the Lessee has agreed to lease from Lessor twenty (20) five-platform bulkhead intermodal container flatcars bearing railroad reporting markings SP 513350 through SP 513369, inclusive.

2. The Lease Agreement shall be effective as of the date first set forth hereinabove and shall be subject to the Lease Term, as defined in the Lease Agreement.

IN WITNESS WHEREOF, the parties hereto have caused this instrument to be signed and sealed by their respective corporate officers as of the date and year first above written.

GREENBRIER LEASING CORPORATION

By: Norris M. Webb, V.P.

SOUTHERN PACIFIC TRANSPORTATION COMPANY

By: WE Fowler

Intermodal Facilities

STATE OF ~~CALIFORNIA~~ <sup>Oregon</sup> )  
COUNTY OF ~~SAN FRANCISCO~~ <sup>Clatsop</sup> )

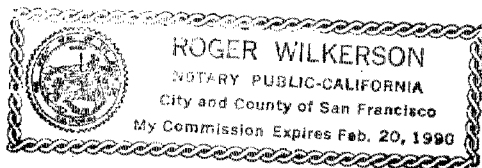
On this 16th day of December 1986, before me personally appeared Norriss M. Webb, to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier Leasing Corporation, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Hudson  
NOTARY PUBLIC

My commission expires: 5/28/90

STATE OF CALIFORNIA )  
COUNTY OF SAN FRANCISCO )

On this 15th day of December 1986, before me personally appeared W.E. Fowler, to me personally known, who being by me duly sworn, says that he is Manager - Joint Facilities Southern Pacific Transportation Company, that the foregoing instrument was signed on behalf of said corporation, and he acknowledged that the execution of the said instrument was his free act and deed.



Roger Wilkerson  
NOTARY PUBLIC

My commission expires: 2-20-86